

**Amendment 35**

**Amendment 36**

Contract period: 12/22/99 to 12/21/00

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A copy of the written agreement is available for public inspection Monday through Friday (except for holidays) between the hours of 9 a.m. and 4 p.m., by appointment only at:

Bell Atlantic - New York  
1095 Avenue of the Americas, 34th Floor  
New York, NY 10036  
Contact: John Clark  
Telephone #: 212-395-5022

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Verizon Long Distance

**Agreement Details:**

**Title:** Amendment No. 9 to Marketing and Sales Agreement -  
(NY)

**Effective Date:** 06/07/00

**Provided by:** New York Telephone Company, Inc.\*

**Provided to:** Bell Atlantic Communications, Inc. (BACI)

**Details:**

\*d/b/a Bell Atlantic-New York (BA-NY)

**Terms and Conditions:**

The parties hereby delete Appendix B, Compensation - Consumer, to the Agreement and substitute the attached revised Appendix B, Compensation - Consumer. Except as set forth in this Amendment, the Agreement remains unchanged and in full force and effect.

**Renewal Clause:**

Yes

**Special Equipment:**

None

**Rates/Transaction Frequency/OTC\* Resources:**

\*Operating Telephone Company

**1. Sales, Ordering and Customer Inquiry Service:** including sales negotiation, service orders, verification of product availability, sales order status inquiry, error correction for

orders initiated by Bell Atlantic, operational performance reports, sales retention attempts, and sales quality control observations in accordance with the Agreement.

	RA-NY
Employees/	Consumer Service Center
Number of OTC	0-3,600
Rate	\$9.23 per contact
Basis for Rate	FDC
Frequency of	Daily
	RA-NY
Employees/	Consumer Service Center Sales Support
Number of OTC	0-300
Rate	\$9.23 per contact
Basis for Rate	FDC
Frequency of	Daily

\* FDC means fully distributed cost. Services provided at FDC rates are provided at the higher of the estimated fair market value (EFMV) and FDC. FDC rates are fully loaded rates, which include the cost of materials and all direct and indirect miscellaneous and overhead costs.

**2. General Inquiry and Post Sales Support Service: including post sales product support and customer account maintenance, sales complaints and escalations, referrals of misdirected calls and error processing support in accordance with the Agreement.**

Rate	\$12.25 per contact
Basis for Rate	PMR
Frequency of Transaction	Daily

\* PMR means prevailing market rate.

	<b>BA-NY</b>
Employees/ Title	Consumer Service Center Sales Support and Order Correction Clerks
Number of OTC Employees	0-300
Rate	\$12.25 per contact
Basis for Rate	PMR
Frequency of Transaction	Daily

### 3. Other Services and Functions:

**3A. Customer Correspondence:** BELL ATLANTIC will process and respond to BACI customer correspondence in accordance with the Agreement.

	<b>BA-NY</b>
Employees/ Title	Consumer Service Center Sales Support and Order Correction Clerks
Number of OTC Employees	0-300
Rate	\$28.95 per correspondence
Basis for Rate	PMR
Frequency of Transaction	Daily

**3B. Methods and Procedures and Associated Training Development:** BELL ATLANTIC will develop methods and procedures as described in Appendix A to the Agreement. BACI will pay the following rate plus all production, material, supply and distribution costs, and contract labor.

	<b>BA-NY</b>
Employees/	Consumer Sales & Service

Title	Specialist
Number of OTC Employees	NA
Rate	\$113.63 per hour per employee
Basis for Rate	PMR
Frequency of Transaction	Occasionally
<b>BA-NY</b>	
Services	OTC Vendor production, material, supplies, and distribution expenses
Number of OTC Employees	NA
Rate	Actual OTC vendor cost incurred per employee
Basis for Rate	Actual OTC vendor cost incurred
Frequency of Transaction	Occasionally

**3E. Ongoing Training of BELL ATLANTIC Personnel:**  
**Ongoing training on BACI products and services in**  
**accordance with the Agreement.**

<b>BA-NY</b>	
Employees/ Title	Consumer Service Center Representatives
Number of OTC Employees	0-3,600
Rate	\$70.06 per hour per employee (pro-rated in 15 minute increments after 1 hour)
Basis for Rate	PMR
Frequency of Transaction	Occasionally
<b>BA-NY</b>	
Employees/ Title	Consumer Service Center Sales Support and Order Correction Clerks
Number of OTC Employees	0-300
Rate	\$77.76 per hour per employee (pro-rated in 15 minute increments after 1 hour)

Basis for Rate	PMR
Frequency of Transaction	Occasionally
<b>BA-NY</b>	
Employees/ Title	Consumer Service Center Assistant Manager
Number of OTC Employees	0-300
Rate	\$78.24 per hour per employee (pro-rated in 15 minute increments after 1 hour)
Basis for Rate	PMR
Frequency of Transaction	Occasionally

**3F. BACI-Channel Service Order Error Correction: BELL ATLANTIC will provide error processing support or direct error to location/interface for orders that are not initiated by BELL ATLANTIC in accordance with the Agreement.**

	<b>BA-NY</b>
Employees/ Title	TBD
Number of OTC Employees	TBD
Rate	TBD
Basis for Rate	TBD
Frequency of Transaction	TBD

**5. Miscellaneous Expenses: BACI will pay BELL ATLANTIC all miscellaneous expenses incurred by BELL ATLANTIC in the provision of services in accordance with the Agreement**

	<b>BA-NY</b>
Services	Employee travel expense
Number of OTC Employees	NA
Rate	Actual expenses incurred
Basis for Rate	Actual expenses incurred
Frequency of Transaction	Occasionally

	<b>BA-NY</b>
Services	Employee meal expense
Number of OTC Employees	NA
Rate	Actual expenses incurred not to exceed \$60/day /employee
Basis for Rate	Actual expenses incurred
Frequency of Transaction	Occasionally
	<b>BA-NY</b>
Services	Employee hotel expense
Number of OTC Employees	NA
Rate	Actual expenses incurred not to exceed \$400/day /employee
Basis for Rate	Actual expenses incurred
Frequency of Transaction	Occasionally

**Original Contract**

**Amendment 1 to Marketing and Sales Agreement (NY)**  
**Amendment 2 to Marketing and Sales Agreement (NY)**  
**Amendment 3 to Marketing and Sales Agreement (NY)**  
**Amendment 4 to Marketing and Sales Agreement (NY)**  
**Amendment 5 to Marketing and Sales Agreement (NY)**  
**Amendment 6 to Marketing and Sales Agreement (NY)**  
**Amendment 7 to Marketing and Sales Agreement (NY)**  
**Amendment 8 to Marketing and Sales Agreement (NY)**  
**Amendment 9 to Marketing and Sales Agreement (NY)**  
**Amendment 10 to Marketing and Sales Agreement (NY)**  
**Amendment 11 to Marketing and Sales Agreement (NY)**  
**Amendment 12 to Marketing and Sales Agreement (NY)**  
**Amendment 13 to Marketing and Sales Agreement (NY)**  
**Amendment 14 to Marketing and Sales Agreement (NY)**  
**Amendment 15 to Marketing and Sales Agreement (NY)**  
**Amendment 16 to Marketing and Sales Agreement (NY)**  
**Amendment 17 to Marketing and Sales Agreement (NY)**  
**Amendment 18 to Marketing and Sales Agreement (NY)**  
**Amendment 19 to Marketing and Sales Agreement (NY)**

Contract period: 12/22/99 to 12/21/00

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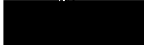

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**Bell Atlantic-New York, Inc. (BA-NY)  
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Verizon Long Distance

**Agreement Details:**

**Title:** Amendment No. 15 to Marketing and Sales Agreement (NY)

**Effective Date:** 10/06/00

**Provided by:** Verizon New York Inc.

**Provided to:** Bell Atlantic Communications, Inc.\*

**Details:**

\*d/b/a Verizon Long Distance

**Terms and Conditions:**

This amendment revises terms for the provision of services and compensation for certain joint sales and marketing activities. Specifically the amendment states functions and rates for the following services to sell consumers long distance service on behalf of Verizon Long Distance: Sales, Ordering and Customer Inquiry Service; General Inquiry and Post Sales Support Service; and Other Services and Functions.

**Renewal Clause:**

Yes

**Special Equipment:**

None

**Rates/Transaction Frequency/OTC\* Resources:**

\*Operating Telephone Company

**1. Sales, Ordering and Customer Inquiry Service:** including

sales negotiation, service orders, verification of product availability, sales order status inquiry, error correction for orders initiated by Verizon, operational performance reports, sales retention attempts, and sales quality control observations in accordance with the Agreement.

**3. Other Services and Functions:**

Employee/PMK	Number of	Rate	Basis	Frequency
Consumer Service	0-3600	\$ 7.71	FDC	Daily
Consumer Service	0-300	\$ 7.71	FDC*	Daily

\*FDC means fully distributed cost.

**2. General Inquiry and Post Sales Support Service:** including post sales product support and customer account maintenance, sales complaints and escalations, referrals of misdirected calls and error processing support in accordance with the Agreement.

Employees/Title	Consumer Service Center Sales Support and Order Correction Clerks
Number of OTC Employees	0-300
Rate	\$ 29.20 per correspondence
Basis for Rate	PMR
Frequency of Transaction	Daily

**3B. Methods and Procedures and Associated Training**

Development: VERIZON will develop methods and procedures as described in Appendix A to the Agreement. BACI will pay the following rates plus all production, material, supply and distribution costs, and contract labor.

Employees/Title	Number of OTC Employees	Rate	Basis for Rate	Frequency of Transaction
Consumer Sales & Service Specialist	NA	\$ 113.63 per hour per employee	PMR	Occasionally
OTC Vendor production, material, supplies, and distribution expenses	NA	Actual OTC vendor cost incurred	Actual OTC vendor cost incurred	Occasionally

**3C. Initial Training of VERIZON Incumbent Personnel:** Initial training on BACI products and services and all other necessary instruction to sell to and service BACI customers in accordance with the Agreement.

**3D. Initial Training of New VERIZON Personnel:** Initial training on standard VERIZON initial training curriculum, in addition to BACI products and services and all other necessary instruction to sell to and service BACI customers in accordance with the Agreement.

**3E. Ongoing Training of VERIZON Personnel:** Ongoing training on BACI products and services in accordance with the Agreement.

Employees/Title	Number of OTC Employees	Rate	Basis for Rate	Frequency of Transaction
Consumer Service Center Representatives	0-3600	\$ 70.06 per hour per employee (pro-rated in 15 minute increments after 1 hour)	PMR	Occasionally
Consumer Service Center Sales Support and Order Correction Clerks	0-300	\$ 77.76 per hour per employee (pro-rated in 15 minute increments after 1 hour)	PMR	Occasionally
Consumer Service Center Assistant Manager	0-30090	\$78.24 per hour per employee (pro-rated in 15 minute increments after 1 hour)	PMR	Occasionally

**3F. BACI-Channel Service Order Error Correction:** VERIZON will provide error processing support or direct error to location/interface for orders that are not initiated by VERIZON in accordance with the Agreement.

	<b>VZ-NE</b>
Employees/Title	TBD
Number of OTC Employees	TBD
Rate	TBD
Basis for Rate	TBD
Frequency of Transaction	TBD

**5. Miscellaneous Expenses:** BACI will pay Verizon all miscellaneous expenses incurred by Verizon in the provision of services in accordance with the Agreement

Employees/Title	Number of OTC Employees	Rate	Basis for Rate	Frequency of Transaction
Employee travel expense	NA	Actual expenses incurred	Actual expenses incurred	Occasionally
Employee meal expense	NA	Actual expenses incurred not to exceed \$60/day/employee	Actual expenses incurred	Occasionally
Employee hotel expense	NA	Actual expenses incurred not to exceed \$400/day/employee	Actual expenses incurred	Occasionally

**Original Contract**

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**Contract period: 12/22/99 to 12/21/00**

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**Verizon New York  
1095 Avenue of the Americas, 34th Floor  
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Verizon Long Distance

**Agreement Details:**

**Title:** Amendment No. 32 to Marketing and Sales Agreement  
(All Jurisdictions)

**Effective Date:** 06/27/01

**Provided by:** Verizon Delaware Inc. (VDE), Verizon Washington, DC Inc. (VDC), Verizon Maryland Inc. (VMD), Verizon New Jersey Inc. (VNJ), Verizon Pennsylvania Inc. (VPA), Verizon Virginia Inc. (VVA), Verizon West Virginia Inc. (VWV), Verizon New York Inc. (VNY), and Verizon New England Inc. (VNE)

**Provided to:** Bell Atlantic Communications, Inc. d/b/a Verizon Long Distance (VLD)

**Details:**

None

**Terms and Conditions:**

Under this Amendment No. 32, Appendix B, Compensation – Consumer, Amendment No. 22 is deleted and replaced by Appendix B, Compensation –Consumer – Marketing Services, to this Agreement.

**Renewal Clause:**

Yes

**Special Equipment:**

None

**Rates/Transaction Frequency/OTC\* Resources:**

\*Operating Telephone Company

See attached **Exhibit** for details of services, rates and frequency. This document is in PDF format. (39KB). Click **here** for more information on PDF format.

For access to Amendments 1-26 and to the Original Contract, click on Amendment 26 below:

**Amendment 26 - VNY**

**Amendment 26 - VNE**

**Amendment 26 - VDC**

**Amendment 26 - VPA**

**Amendment 26 - VNJ**

**Amendment 26 - VMD**

**Amendment 26 - VDE**

**Amendment 26 - VVA**

**Amendment 26 - VWV**

**Amendment 27 - All Jurisdictions**

**Amendment 28 - All Jurisdictions**

**Amendment 29 - All Jurisdictions**

**Amendment 30 - All Jurisdictions**

**Amendment 31 - All Jurisdictions**

**Amendment 32 - All Jurisdictions**

**Contract period: 12/22/99 to 12/31/01**

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## Appendix B, Compensation – Consumer – Marketing Services

**Verizon New York Inc. (VNY), Verizon New England Inc. (VNE), Verizon Delaware Inc. (VDE), Verizon New Jersey Inc. (VNJ), and Verizon Pennsylvania Inc. (VPA)**

- **Marketing Campaign Services**

1. **Inbound Telemarketing Support for Targeted Consumer Marketing Campaigns** - This function involves sales negotiation and order taking for targeted markets using inbound telemarketing. The parties will agree upon specific target markets and campaigns.

	VNY	VNE	VDE	VNJ	VPA
Number of OTC* Employees	N/A	N/A	N/A	N/A	N/A
Rate	\$8.14 per contact	\$8.08 per contact	\$7.68 per contact	\$7.68 per contact	\$7.68 per contact
Basis for Rate	FDC**	FDC	FDC	FDC	FDC
Frequency of Transaction	Daily	Daily	Daily	Daily	Daily

\* Operating Telephone Company

\*\* Fully Distributed Cost

2. **Inbound Telemarketing Support for Untargeted Consumer Marketing Campaigns** - This function involves sales negotiation and order taking for mass markets using inbound telemarketing. The parties will agree upon markets and campaigns.

	VNY	VNE	VDE	VNJ	VPA
Number of OTC Employees	N/A	N/A	N/A	N/A	N/A
Rate	\$4.10 per contact	\$4.05 per contact	\$3.84 per contact	\$3.84 per contact	\$3.84 per contact
Basis for Rate	FDC	FDC	FDC	FDC	FDC
Frequency of Transaction	Daily	Daily	Daily	Daily	Daily

**Scenario 4 Results : Local Share Decreases by Amount Sufficient to Produce 24.4% LD Share after 5 Years**

	Year 1	Year 2	Year 3	Year 4	Year 5	Line
Verizon - New Jersey local market share in Verizon - New Jersey territory, BOY	98.64%	21.25%	21.25%	21.25%	21.25%	$l = z^{(t-1)}$
Verizon - New Jersey long distance market share in Verizon - New Jersey territory, BOY	0%	14.39%	16.99%	19.53%	21.99%	$m = y^{(t-1)}$
Residential lines in Verizon - New Jersey territory (including competitive)	4,402,511	4,572,448	4,748,944	4,932,254	5,122,639	$n = n^{(t-1)} + f$
Verizon - New Jersey residential lines	4,342,831	971,645	1,009,151	1,048,104	1,088,561	$o = l * n$
Residential households in Verizon - New Jersey territory (including competitive)	3,415,447	3,547,283	3,684,208	3,826,419	3,974,118	$p = n / (1 + g)$
Verizon - New Jersey residential households	3,369,147	753,798	782,894	813,114	844,500	$q = o / (1 + g)$
Verizon - New Jersey inward residential customer orders, mid year	348,069	128,146	133,092	138,229	143,565	$r = h * ((1 + z) / 2) * p$
Inward residential customer orders where customers accept ILEC long distance service on the initial contact.	286,645	105,532	109,605	113,836	118,230	$s = i * r$
"PIC change" residential customers switching to ILEC	204,927	153,164	187,819	224,145	262,210	$t = j * m * p$
Verizon - New Jersey long distance customers	491,572	258,696	297,424	337,981	380,440	$u = s + t$
Verizon - New Jersey long distance customers net of current year PIC changes	491,572	111,224	116,586	122,166	127,975	$v = u - (w^{(t-1)} * j)$
Verizon - New Jersey long distance customers (cumulative)	491,572	602,796	719,382	841,548	969,523	$w = v + w^{(t-1)}$
Verizon - New Jersey residential access lines with Verizon - New Jersey long distance	633,636	777,004	927,283	1,084,755	1,249,715	$x = w * (1 + g) + x^{(t-1)}$
Verizon - New Jersey long distance market share in Verizon - New Jersey territory, EOY	14.39%	16.99%	19.53%	21.99%	24.40%	$y = x / n$
Verizon - New Jersey local market share in Verizon - New Jersey territory, EOY	21.25%	21.25%	21.25%	21.25%	21.25%	$z$

Scenario 4 Inputs : Local Share Decreases by Amount Sufficient to Produce 24.4% LD Share after 5 Years			
	Data Value	Source	Line
Verizon - New Jersey residential lines, Year 1	4,342,831	Verizon - New Jersey residential access lines, (2000 ARMIS Report 43-08, Table III)	a
Competitor residential lines, Year 1	59,680	Competitor residential lines (Declaration of Dennis M. Bone, Attachment 101).	b
Total residential lines in Verizon - New Jersey territory - Year 1	4,402,511		c = a + b
Verizon - New Jersey residential market share in Verizon - New Jersey territory, Year 1	98.64%		d = a / c
Annual Growth in Verizon - New Jersey residential market share in Verizon - New Jersey territory	0.00%		e
Annual growth in residential lines in Verizon - New Jersey territory	3.86%	Average annual growth in residential access lines in NJ (1996-2000 ARMIS Report 43-08: Table III)	f
Percentage of households with additional lines	28.90%	FCC, Industry Analysis Division, Trends in Telephone Service, August 2001, Table 8.4.	g
Local residential inward movement	17%	U.S Census Bureau, American Housing Survey for the United States in 1999, Table 2.9.	h
Percentage of inward residential customer orders where customers accept ILEC long distance service on the initial contact	82.35%	Based upon Verizon - New York's end of year long distance market share (20%).	i
Primary Interexchange Carrier (PIC) change rate	30%	News Release, J.D. Powers and Associates Reports: Sprint and Snet Top Performers in Residential Long Distance Customer Satisfaction, July 29, 1999.	j = (2-(j*k))/h
Percentage of PIC change going to ILEC, Year 1	20%	Conservative estimate for year 1. In future years, the ILEC's share of PIC changes is its share of Verizon - New Jersey's share of the long distance market.	k

Scenario 3 Inputs : Local Market Share Decreases by 10% in Year 1, 5% in each of Years 2 through 5			
	Data Value	Source	Line
Verizon - New Jersey residential lines, Year 1	4,342,831	Verizon - New Jersey residential access lines, (2000 ARMIS Report 43-08, Table III)	a
Competitor residential lines, Year 1	59,680	Competitor residential lines (Declaration of Dennis M. Bone, Attachment 101)	b
Total residential lines in Verizon - New Jersey territory - Year 1	4,402,511		c = a + b
Verizon - New Jersey residential market share in Verizon - New Jersey territory, Year 1	98.64%		d = a / c
Annual Growth in Verizon - New Jersey residential market share in Verizon - New Jersey territory	-10% for year 1, -5% future years		e
Annual growth in residential lines in Verizon - New Jersey territory	3.86%	Average annual growth in residential access lines in NJ (1996-2000 ARMIS Report 43-08: Table III)	f
Percentage of households with additional lines	28.90%	FCC, Industry Analysis Division, Trends in Telephone Service, August 2001, Table 8.4.	g
Local residential inward movement	17%	U.S Census Bureau, American Housing Survey for the United States in 1999, Table 2.9.	h
Percentage of inward residential customer orders where customers accept ILEC long distance service on the initial contact	82.35%	Based upon Verizon - New York's end of year long distance market share (20%).	i = (2 - (i*k))/h
Primary Interexchange Carrier (PIC) change rate	30%	News Release, J.D. Powers and Associates Reports: Sprint and Snet Top Performers in Residential Long Distance Customer Satisfaction, July 29, 1999.	j
Percentage of PIC change going to ILEC, Year 1	20%	Conservative estimate for year 1. In future years, the ILEC's share of PIC changes is its share of Verizon - New Jersey's share of the long distance market.	k

3. **Outbound Telemarketing Support for Targeted Consumer Marketing Campaigns** - This function involves sales negotiation and order taking to targeted markets using outbound telemarketing. The parties will agree upon specific target markets and campaigns.

	VNY	VNE	VDE	VNJ	VPA
Number of OTC Employees	N/A	N/A	N/A	N/A	N/A
Rate	\$3.36 per contact	\$3.36 per contact	\$3.34 per contact	\$3.34 per contact	\$3.34 per contact
Basis for Rate	FDC	FDC	FDC	FDC	FDC
Frequency of Transaction	Daily	Daily	Daily	Daily	Daily

• **Marketing and Order Processing Services**

1. **Order Processing Services**. VZ Telcos may use third party contractors or suppliers ("Agents") to sell VZ LD Companies' services under the Agreement. VZ Telcos will process service orders resulting from Agent sales of VZ LD Companies' services using systems and processes determined by VZ Telcos and agreed upon by VZ LD Companies.

	VNY	VNE	VDE	VNJ	VPA
Number of OTC Employees	N/A	N/A	N/A	N/A	N/A
Rate	\$ 0.93 per order	\$ 0.89 per order	\$ 0.85 per order	\$ 0.85 per order	\$ 0.85 per order
Basis for Rate	FDC	FDC	FDC	FDC	FDC
Frequency of Transaction	Daily	Daily	Daily	Daily	Daily

2. **Order Processing Services for Multiple Dwelling Units (MDU) Agents**. VZ Telcos shall process service orders resulting from Agent sales of VZ LD Companies' services to customers in MDUs.

	VNY	VNE	VDE	VNJ	VPA
Number of OTC Employees	N/A	N/A	N/A	N/A	N/A
Rate	\$ 1.57 per order	\$1.63 per order	\$1.38 per order	\$1.38 per order	\$1.38 per order
Basis for Rates	FDC	FDC	FDC	FDC	FDC
Frequency of Transaction	Daily	Daily	Daily	Daily	Daily

3. **Internet Marketing Services.** In connection with selling VZ LD Companies' services, VZ Telcos will provide a link between VZ Telcos' websites and VZ LD Companies' website. The parties will agree upon the format and nature of the link.

	VNY	VNE	VDE	VNJ	VPA
Number of OTC Employees	N/A	N/A	N/A	N/A	N/A
Rate	\$ 0.45 per hit	\$ 0.43 per hit	\$ 0.43 per hit	\$ 0.43 per hit	\$ 0.43 per hit
Basis for Rate	FDC	FDC	FDC	FDC	FDC
Frequency of Transaction	Daily	Daily	Daily	Daily	Daily

- **Compensation for Sales of Consumer LD by Agents**

1. **Compensation for Sales of Long Distance Services by Agents** – VZ Telcos may use third party contractors or suppliers ("Agents") to sell VZ LD Companies' services under the Agreement. Agents who are compensated on a per sale basis as opposed to a per hour or per contact basis are addressed in this amendment.

	VNY	VNE	VDE	VNJ	VPA
Number of OTC Employees	N/A	N/A	N/A	N/A	N/A
Rate	\$ 43.78 per sale	\$43.71 per sale	\$43.10 per sale	\$43.10 per sale	\$43.10 per sale
Basis for Rate	FDC	FDC	FDC	FDC	FDC
Frequency of Transaction	Daily	Daily	Daily	Daily	Daily

- **Incentives**

- a. **Paid For Incentives.** VZ LD Companies will provide paid for sporting event tickets, consumer electronics equipment, and other incentives agreed upon by the parties to VZ Telcos at no cost to VZ Telcos for use by VZ Telcos in incentive programs approved by the parties.
- b. **Coordination Expenses.** VZ LD Companies will pay VZ Telcos compensation for coordination expenses related to incentive programs approved by the parties.

	VNY	VNE	VDE	VNJ	VPA
Service/Employee Title	Consumer Sales and Service Specialist (CL04)	Consumer Sales and Service Specialist (CL04)	TBD***	Consumer Sales and Service Specialist (CL04)	Consumer Sales and Service Specialist (CL04)
Number of OTC Employees	N/A	N/A	TBD	N/A	N/A
Rate	\$631.56 per day	\$501.76 per day	TBD	\$615.77 per day	\$633.57 per day
Basis for Rates	FDC	FDC	TBD	FDC	FDC
Frequency of Transaction	Occasionally	Occasionally	TBD	Occasionally	Occasionally

\*\*\* TBD means to be developed and indicates that the parties have yet to agree upon compensation in relevant service areas of the affected parties. Services will not be provided in such service areas until such agreements are reached in writings signed by the parties.

	VNY	VNE	VDE	VNJ	VPA
Service/Employee Title	OTC Vendor material, supplies, catering, and distribution expenses	OTC Vendor material, supplies, catering, and distribution expenses	TBD	OTC Vendor material, supplies, catering, and distribution expenses	OTC Vendor material, supplies, catering, and distribution expenses
Number of OTC Employees	N/A	N/A	TBD	N/A	N/A
Rate	Actual OTC Vendor cost incurred	Actual OTC Vendor cost incurred	TBD	Actual OTC Vendor cost incurred	Actual OTC Vendor cost incurred
Basis for Rates	Actual OTC Vendor cost incurred	Actual OTC Vendor cost incurred	TBD	Actual OTC Vendor cost incurred	Actual OTC Vendor cost incurred
Frequency of Transaction	Occasionally	Occasionally	TBD	Occasionally	Occasionally

- c. **Incentive Time Away From Office.** VZ LD Companies will pay compensation to VZ Telcos to cover VZ Telcos' employee time away from the office in connection with incentive programs approved by the parties.

	VNY	VNE	VDE	VNJ	VPA
Service/ Employee Title	Consumer Sales and Service Assistant Manager (CL04)	Consumer Sales and Service Assistant Manager (CL04)	TBD	Consumer Sales and Service Assistant Manager (CL04)	Consumer Sales and Service Assistant Manager (CL04)
Number of OTC Employees	0-1500	0-1500	TBD	0-1500	0-1500
Rate	\$78.95 per hour per employee	\$62.72 per hour per employee	TBD	\$76.97 per hour per employee	\$79.19 per hour per employee
Basis for Rates	FDC	FDC	TBD	FDC	FDC
Frequency of Transaction	Occasionally	Occasionally	TBD	Occasionally	Occasionally

	VNY	VNE	VDE	VNJ	VPA
Service/Employee Title	Consumer Sales and Service Manager (CL03)	Consumer Sales and Service Manager (CL03)	TBD	Consumer Sales and Service Manager (CL03)	Consumer Sales and Service Manager (CL03)
Number of OTC Employees	0-1000	0-1000	TBD	0-1000	0-1000
Rate	\$109.80 per hour per employee	\$78.45 per hour per employee	TBD	\$96.27 per hour per employee	\$99.05 per hour per employee
Basis for Rates	FDC	FDC	TBD	FDC	FDC
Frequency of Transaction	Occasionally	Occasionally	TBD	Occasionally	Occasionally

- d. **Tax Gross Up.** VZ LD Companies compensate VZ Telcos to offset tax consequences for the provision of paid sporting event tickets, consumer electronic equipment, and other incentives provided by VZ Telcos to its employees in connection with incentive programs approved by the parties ("tax gross up"). VZ Telcos will determine the tax gross up based on the fair market value of the incentive provided to VZ Telcos' employees and the tax rates applicable under law.



- **Bill Media**

1. **Bill Insert:** VZ Telcos shall include inserts in local telephone company bills that promote the sale of VZ LD Companies' consumer long distance services.

	VNY	VNE	VDE	VNJ	VPA
Number of OTC Employees	N/A	N/A	N/A	N/A	N/A
Rate	\$21.84 per 1000	\$20.50 per 1000	\$22.93 per 1000	\$22.13 per 1000	\$22.93 per 1000
Rate	\$10.92 per 1000 for 50% of available space	\$10.25 per 1000 for 50% of available space	\$11.47 per 1000 for 50% of available space	\$11.07 per 1000 for 50% of available space	\$11.47 per 1000 for 50% of available space
Rate	\$7.20 per 1000 for 33% of available space	\$6.77 per 1000 for 33% of available space	\$7.57 per 1000 for 33% of available space	\$7.30 per 1000 for 33% of available space	\$7.57 per 1000 for 33% of available space
Basis for Rates	FDC	FDC	FDC	FDC	FDC
Frequency of Transaction	Occasionally	Occasionally	Occasionally	Occasionally	Occasionally

2. **Newsletter Bill Insert:** VZ Telcos shall include in bills a newsletter containing information promoting VZ LD Companies' consumer long distance services.

	VNY	VNE	VDE	VNJ	VPA
Number of OTC Employees	N/A	N/A	N/A	N/A	N/A
Rate	\$50.38 per 1000	\$48.05 per 1000	\$50.48 per 1000	\$49.68 per 1000	\$50.48 per 1000
Rate	\$25.19 per 1000 for 50% of available space	\$24.03 per 1000 for 50% of available space	\$25.24 per 1000 for 50% of available space	\$24.84 per 1000 for 50% of available space	\$25.24 per 1000 for 50% of available space
Rate	\$12.60 per 1000 for 25% of available space	\$12.01 per 1000 for 25% of available space	\$12.62 per 1000 for 25% of available space	\$12.42 per 1000 for 25% of available space	\$12.62 per 1000 for 25% of available space
Basis for Rates	FDC	FDC	FDC	FDC	FDC
Frequency of Transaction	Occasionally	Occasionally	Occasionally	Occasionally	Occasionally